MARVEL

#11

Steve★Rogers CAPTAIN AMERICA

NICK SPENCER • JESÚS SAIZ

Super-Soldier. Avenger. Agent of Hydra. He is...

Steve Rogers
CAPTAIN AMERICA

Steve Rogers' reality has been secretly rewritten by Kobik, a sentient Cosmic Cube acting under the influence of the Red Skull. In Steve's new history, a Hydra agent named Elisa Sinclair enrolled Steve in a school where he was trained to believe in Hydra's ideals--and befriended a young Helmut Zemo. The leaders of Hydra recognized Steve's promise and gave him a secret mission: return to the U.S. to assassinate Dr. Abraham Erskine. But before he could carry it out, Erskine recruited him to be America's first Super- Soldier.

In the present, S.H.I.E.L.D. Director Maria Hill has been ousted, but she took plans for a planetary defense shield with her and gave them to Captain Marvel. Captain America has taken her place as head of S.H.I.E.L.D. to overwhelming public approval. With Jack Flag dead from his injuries and Zemo in Steve's custody, his plan is finally starting to come together. But the Cosmic Cube who started it all is still in the wind along with Bucky Barnes and his team of Thunderbolts, and if Steve doesn't find her, she could bring all his schemes tumbling down...

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1940.
PROJECT REBIRTH.

NONE OF US CAN DO ANYTHING ALONE.

EVERYTHING WE DO FOLLOWS THE EXAMPLE--THE INSPIRATION--OF WHAT OTHERS DID BEFORE.

AND WE MIGHT TELL OURSELVES WE'RE STRONG, INDEPENDENT--

--BUT THE TRUTH IS WE'RE ALL MORE ***FRAGILE*** THAN WE'D LIKE TO ADMIT.

THAT'S WHY, WHEN THINGS GET TOUGH--

AH, THERE HE IS!

MY ***SUPER-SOLDIER,*** IN THE FLESH. NOW...

--IT'S GOOD TO HAVE FRIENDS YOU CAN COUNT ON.

...DID YOU SLEEP WELL?

Y-YES, SIR--

AND MARGARET HERE TOOK CARE OF YOUR VITAMIN INJECTION?

I MOST CERTAINLY DID, DOCTOR ERSKINE. AND THIS TIME HE DIDN'T EVEN CRY.

NEEDLES. GHASTLY THINGS. YOU KNOW, MARGARET-- YOUNG STEVE HERE IS ***SINGLE***...AND QUITE A FAN OF THE ***MOVIES***, I BELIEVE--

I ALREADY HAVE A STEADY BACK HOME, DOCTOR.

BAH! IT'S HER LOSS, YOU KNOW. SOMEDAY THEY'LL LINE UP AROUND THE BLOCK FOR THE CHANCE TO MAKE STARRY EYES AT THE GREAT WAR HERO, STEVE ROGERS--

--BUT FOR NOW, AT LEAST I HAVE SOMEONE FREE TO COME TO MY QUARTERS AND LISTEN TO RECORDS WITH ME WHILE I BORE THEM TO SLEEP WITH STORIES OF HAMBURG, YES?

NOW, LET'S TALK ABOUT THESE TEST RESULTS--

I THOUGHT I WOULD HAVE MORE TIME TO EXPLAIN ALL OF THIS TO YOU.

NOW.

TROUBLE IS, NOW-- SOMETHING'S HAPPENED. SOMETHING THAT WAS ***NECESSARY,*** I HAVE TO ADMIT--

--BUT STILL ***DIFFICULT. PAINFUL.***

AND IT'S MADE ME REALIZE WE DON'T HAVE MUCH TIME TO SPARE. BUT THEN--

"--I SUPPOSE ***NONE*** OF US EVER REALLY DOES."

EARLIER. THE FUNERAL OF JACK FLAG.

YOU HOLDING UP?

AS MUCH AS I CAN.

I HAVE TO GET BACK TO COMMAND-- COUNCIL WANTS A BRIEFING ON THE BIG NEWS.

I'LL BE RIGHT BEHIND YOU, SHARON--

--JUST NEED TO SAY SOME GOODBYES.

IT'S NOT FAIR...IT'S NOT FAIR...

I'M SO SORRY, CATHY...

JACK'LL COME BACK, RIGHT? SOMETIMES THEY COME BACK--

COME ON, SWEET-HEART--

--LET'S GET YOU OUT OF THE COLD.

DON'T WORRY, *I'LL* STAY WITH HER.

GOOD.

I STILL CAN'T BELIEVE THIS-- I MEAN, WE WERE JUST GETTING STARTED--WE WERE ALL SO DAMNED EXCITED--IT'S NOT SUPPOSED TO HAPPEN LIKE THIS--

THERE IS NO "SUPPOSED TO," RICK. WE DON'T GET TO CHOOSE--WE JUST GET TO ***PRETEND*** LIKE WE DO.

-SIGH- YEAH. EITHER WAY, GONNA BE A TOUGH NIGHT ON THE HELICARRIER, CAP--OR ***BOSS,*** I GUESS--

--IS IT ***DIRECTOR*** AMERICA NOW?

CALL ME WHATEVER YOU LIKE, RICK.

WELL, I JUST WANNA SAY-- I WAS REALLY GLAD TO HEAR THE NEWS. I'M GLAD IT'S ***YOU*** IN THAT CHAIR. IT'S, UM--YOU KNOW, AN ***HONOR*** AND ALL THAT. I'D WORK FOR YOU EVEN IF IT ***WASN'T*** COURT-MANDATED.

THANKS. I'LL TRY NOT TO LET YOU DOWN--

HA, KINDA ***IMPOSSIBLE*** ON THAT FRONT, AFTER ALL THE @#!$ MARIA HILL PUT US THROUGH. AND SPEAKING OF--

--ANY WORD ON WHERE SHE'S DISAPPEARED TO?

NO. BUT I WAS GOING TO ASK YOU ABOUT THAT. IN FACT, I THINK I HAVE A ***MISSION*** FOR YOU, RICK. BUT FIRST--

--THERE'S SOMEONE ***ELSE*** I NEED TO CATCH BEFORE THEY'RE GONE.

PETER QUILL.

OH, UH--HEY, CAP--

"--GLAD YOU COULD MAKE IT."

1940.

STEVE! COME IN, COME IN, MY FRIEND!

T-THANK YOU, DOCTOR--

IT IS MY PLEASURE. PLEASE--PUT YOUR COAT AWAY, FIX YOURSELF A DRINK. I'M JUST FINISHING THE FOOD--

--THEN IT'S TOMMY DORSEY AND ANOTHER RIVETING TALE OF MY DAYS AT UNIVERSITY. DID YOU KNOW YOU CAN RIDE A BIKE ***BACKWARDS?*** IT HELPS TO BE INEBRIATED!

CAN'T WAIT--

I HOPE YOU LIKE RINDERGULASCH-- I MADE FAR TOO MUCH, I AM AFRAID.

BUT THEN, I SUPPOSE IF WE HAVE LEFTOVERS, YOU CAN TAKE THEM BACK TO YOUR BARRACKS. WOULDN'T HURT YOU TO MAKE SOME MORE FRIENDS. AFTER ALL, SOON YOU'LL BE LEADING THEM INTO--

--BATTLE.

I SUPPOSE I JUST REALIZED WE CAN'T WAIT ANY LONGER.

THAT THE TIME FOR ACTION IS ***NOW.***

WE CAN'T ***AFFORD*** TO WAIT--

--BECAUSE THE THREATS ARE CERTAINLY GETTING CLOSER EVERY DAY.

THIS WAS A REALLY NICE FUNERAL.

I MEAN, NOT NICE. ***WELL-PLANNED. ARRANGED. ORGANIZED.***

WHAT KIND OF FLOWERS ARE THESE?

HAVE YOU SPOKEN TO HER?

SORRY?

CAROL, PETER. HAVE YOU SPOKEN TO HER ABOUT THIS... ***PROJECT*** OF HERS? I FIGURED ***YOU*** OF ALL PEOPLE WOULD UNDERSTAND WHAT A BAD IDEA THIS IS--

YEAH, NO-- I ACTUALLY ***DO*** AGREE WITH YOU, CAP. AND BY THE WAY, SORRY FOR PUNCHING YOU BACK DURING THE WHOLE ***CIVIL WAR*** THING-- KINDA GOT CARRIED AWAY IN THE MOMENT.

ANYHOO, I HAVE TRIED TO TALK TO HER, BUT--WELL, YOU KNOW HOW CAROL IS, MAN--ONCE SHE'S GOT A PLAN...

ALPHA FLIGHT PRESS CONFERENCE.

THANK YOU ALL FOR BEING HERE TODAY.

THERE ARE A LOT OF PEOPLE TO THANK, SO I'LL BE QUICK--THE PRESIDENT OF THE UNITED STATES, THE UNITED STATES CONGRESS AND IN PARTICULAR SENATE MAJORITY LEADER TOWNES AND GOVERNOR HARTNETT OF MICHIGAN--

--ALL PLAYED A VITAL ROLE IN THE WORK WE'RE DOING HERE, WORK THAT WOULD NORMALLY TAKE YEARS JUST SORTING THROUGH THE BUREAUCRACY. BUT AS YOU CAN SEE--

"--WE'RE MOVING A GOOD DEAL FASTER THAN THAT."

THE PLANETARY DEFENSE SHIELD, ONCE OPERATIONAL, WILL MARK A PARADIGM SHIFT IN HOW WE PROTECT HUMANITY.

NO LONGER WILL PEOPLE LOOK TO THE STARS AND FEAR WHAT COULD BE COMING FROM THEM. FROM NOW ON--

--WE DETERMINE OUR **OWN** PLACE IN THE UNIVERSE.

THESE ARE INDEED DANGEROUS TIMES. SO MUCH IS AT STAKE--

--AND I AM JUST ONE MAN.

STEVEN-- PLEASE, I--I WANT TO HELP YOU--

--BUT YOU MUST PUT DOWN THE GUN.

I-- I CAN'T! I HAVE TO DO THIS!

WHY, STEVEN? WHY DO YOU BELIEVE SUCH THINGS?

Y-YOU DON'T UNDERSTAND-- THESE ARE MY ORDERS-- I ***HAVE*** TO DO THIS.

NO, SON-- WHOEVER IS TELLING YOU TO DO THIS HORRIBLE ACT, YOU DON'T HAVE TO LISTEN TO THEM--

--YOU CAN LISTEN TO ***ME*** INSTEAD.

NO-- SHUT UP--

SHUT UP!

THERE IS GOOD INSIDE YOU, STEVEN--THAT IS WHY YOU WERE CHOSEN FOR THIS--YOU ARE MANY THINGS--

--BUT YOU ARE ***NOT*** A KILLER.

SHUT... UP...

FIND THE PART INSIDE YOURSELF THAT KNOWS THIS IS WRONG--

--THIS IS NOT WHAT YOU WERE MEANT TO DO, STEVE.

I HAVE ALWAYS TRIED TO BE STRONG.

YES, IT IS.

I'M SO SORRY.

BELIEVE

TRIED TO DO WHAT IS NECESSARY--

--NO MATTER HOW HARD IT MAY BE.

BUT THE TRUTH IS I HAVE MY MOMENTS OF WEAKNESS, TOO--

GET UP, STEVEN--

--AND THANKFULLY, THE PEOPLE I CARE FOR HAVE BEEN THERE TO CARRY ME THROUGH.

--WE HAVE TO BE QUICK.

HELMUT?! YOU--?!

YES, MY FRIEND--I AM HERE. I CAN HELP YOU. BUT WE MUST HURRY.

I--I COULDN'T DO IT...

BUT YOU ***DID***-- UNDERSTAND? NO ONE WITHIN HYDRA CAN EVER KNOW WHAT TOOK PLACE HERE. FROM THIS MOMENT ON, YOU FULFILLED YOUR MISSION AND KILLED ERSKINE. NOW--DID HE LEAVE ANY NOTES, PAPERS?

N-NO... IT'S LIKE I SAID IN THE LETTERS-- HE KEEPS IT ALL IN HIS HEAD.

THEN WE SHALL TAKE HIS SECRET FROM THERE, INSTEAD.

WHAT IS THAT?

SOMETHING FENHOFF INVENTED. WITH IT, WE CAN STEAL THE CONTENTS OF HIS MIND--INCLUDING THE ***FORMULA***--

W-WE HAVE TO GET IT OUT OF HERE...

NO--***I*** DO. YOU ARE TO STAY--YOU FOUND THE BODY.

WHAT?!

YOU HAVE BEEN CHOSEN TO BE THEIR SUPER-SOLDIER, STEVEN. EVENTS WILL PROCEED IN THAT DIRECTION.

BUT-- WITHOUT ERSKINE, THEY'LL CANCEL THE PROJECT...

NO--THEY WON'T. THEY ARE TOO FAR ALONG. AND THE ALLIES HAVE RECENTLY CAPTURED A HYDRA SCIENTIST AND BROKERED A DEAL WITH HIM--THEY'LL BELIEVE HE CAN TAKE OVER THE EXPERIMENT--

"--BUT ARNIM ZOLA REMAINS LOYAL TO HYDRA."

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I--I STILL DON'T UNDERSTAND. HOW ARE YOU HERE?

WHO DO YOU THINK YOUR HANDLER HAS BEEN? THE INSTRUCTIONS, THE WEAPON--I HAVE ALWAYS BEEN WITH YOU--HELPING YOU, PROTECTING YOU. YOU ARE MY BEST FRIEND, STEVEN--

--I WILL NEVER LEAVE YOUR SIDE.

YOU SEE NOW? I CAN'T DO THIS ALONE--

--I NEED YOU, HELMUT.

I'VE BEEN COMING IN HERE EVERY DAY--TELLING YOU MORE OF MY STORY. TELLING YOU WHAT ***REALLY*** HAPPENED.

AND--THERE'S A LOT MORE TO EXPLAIN. BECAUSE I UNDERSTAND HOW IT ALL SOUNDS RIGHT NOW--

--YOU PROBABLY THINK I'M INSANE. OR ***BRAINWASHED.*** OR, MAYBE YOU JUST THINK THE ***COSMIC CUBE*** CHANGED ME, THAT ***I'M*** THE ABERRATION, AND NOT--ALL OF ***THIS***.

LIKE I SAID, THERE'S A LOT MORE TO EXPLAIN. AND I WILL, BUT--I'M AFRAID WE'RE RUNNING OUT OF TIME.

FOR NOW, I'M GOING TO NEED YOU TO ***TRUST*** ME.

THEY DID SO MUCH TO YOU, HELMUT--CHANGED YOU IN SO MANY WAYS. THEY EVEN MADE YOU ***YOUNGER***. WHICH DIDN'T MAKE SENSE TO ME AT FIRST, BUT THEN I REALIZED WHY THEY DID IT--

--IT WAS TO TAKE AWAY YOUR RELATIONSHIP WITH YOUR FATHER.

I KNOW YOU REMEMBER HIM AS SOME KIND OF ***MONSTER***, BUT I PROMISE YOU, HE ***WASN'T***. HEINRICH ZEMO WAS A GOOD MAN--

--AND HE LOVED YOU VERY MUCH.

THE MOST FRUSTRATING PART IS--I CAN'T ***PROVE*** ANY OF THIS. I CAN'T SHOW YOU WHAT'S REAL.

BUT--I CAN'T HELP HOPING THAT SOMEHOW THERE'S SOME PART OF YOU THAT I CAN GET THROUGH TO--SOME PART OF YOU THAT CAN ***RECOGNIZE*** HOW ALL OF THIS IS A LIE--HOW NONE OF IT MAKES ANY SENSE.

"THINK ABOUT THE PATH THAT LED YOU HERE. THE ANGER AND THE FRUSTRATION THAT CONSUMED YOU--THE OBSESSION WITH ME, WITH YOUR FAMILY NAME--BUT EVEN THROUGH ALL THAT--

"--YOUR TRUE NATURE FOUND A WAY THROUGH.

"KIND OF INTERESTING, ISN'T IT--THAT YOUR GREATEST TRIUMPH WAS FORMING THE THUNDERBOLTS? VILLAINS MASQUERADING AS HEROES BECOMING HEROES THEMSELVES..."

I LIKE TO THINK IT SPOKE TO A CONFUSION IN YOUR SOUL. A SECRET KNOWLEDGE THAT YOU WERE NEVER WHO THEY ***CLAIMED*** YOU WERE.

BUT IT DIDN'T LAST FOREVER, DID IT? AND WHAT WAS IT THAT BROKE YOU?

"IT WAS SEEING HIM--***BUCKY BARNES***-- WEARING MY COSTUME."

I KNOW WHY THAT INFURIATED YOU SO MUCH--WHY IT WOULD HURT YOU SO DEEPLY--BUT THAT'S A PART OF THE STORY I'M DREADING TELLING YOU.

FROM THERE YOU JUST SEEMED TO DRIFT, SOMETHING BROKEN AND LOST--PLAYING THE ROLE THEY MADE FOR YOU, I GUESS.

BUT THEN SOMETHING ***ELSE*** HAPPENED--SOMETHING REMARKABLE. YOU'RE AT YOUR LOWEST POINT, DIRECTIONLESS--AND WHERE DO YOU TURN?

"HYDRA.

"AN ORGANIZATION THAT--ACCORDING TO THEM--YOU'D NEVER HAD ANY ASSOCIATION WITH, NO CONNECTION TO.

"AND YOU DON'T JUST JOIN--YOU ***LEAD*** IT, DETERMINED TO MAKE IT A GLOBAL POWER AGAIN."

WHY? WOULD YOU CARE SO MUCH ABOUT THE LEGACY OF SOMETHING YOU WERE NEVER A PART OF?

WHY WOULD YOU FIGHT SO MANY--THE AVENGERS, S.H.I.E.L.D., THE RED SKULL--IN ITS NAME?

SO, YES, I KNOW IT'S PROBABLY IMPOSSIBLE THAT YOU REMEMBER--BUT I SEE THESE THINGS, AND I CAN'T HELP BUT HOPE.

BECAUSE IF THERE WAS ***ANYONE*** STRONG ENOUGH TO OVERCOME WHAT WAS DONE, I KNOW IT WOULD BE YOU.

AND THAT'S WHY I NEED YOU NOW.

THIS THING I'M TRYING TO DO--WHAT IT WILL TAKE TO SUCCEED--THE ODDS ARE SO DAUNTING.

I AM TRYING TO OVERTHROW A WORLD--TRYING TO RESTORE IT TO WHAT IT'S ***SUPPOSED*** TO BE. BUT NO MATTER HOW HARD I FIGHT--I'M JUST ONE MAN.

I CAN'T DO THIS ALONE. MORE TO THE POINT--

--I CAN'T DO THIS ***WITHOUT YOU.***

HELMUT, YOU ARE MY BEST FRIEND--THE CLOSEST THING I'VE EVER HAD TO A BROTHER. THAT IS THE TRUTH I WOULD PROUDLY GIVE MY LIFE FOR.

WHEN NO ONE ELSE WAS THERE, ***YOU*** ALWAYS WERE. AND I NEED THAT NOW MORE THAN EVER.

BUT IN THE END, THIS HAS TO BE YOUR CHOICE. WHICH MEANS IF I'M GOING TO ASK YOU TO TRUST ME--

--THEN I HAVE TO ***SHOW*** THAT I TRUST YOU.

WHERE DO WE BEGIN?

AND ON THAT FRONT--

--THERE ARE TOO MANY OPTIONS.

FIGHTING CONTINUES TO RAGE IN SOKOVIA THIS WEEK-- WITH HYDRA TROOPS SEEMINGLY ON THE RETREAT--

--THANKS IN PART TO INCREASED BOMBING BY S.H.I.E.L.D. FORCES, WHO HAVE PLEDGED THEY WILL NOT STOP UNTIL THE RED SKULL SURRENDERS.

MY, MY. SUCH DEVASTATION. BREATHTAKING, REALLY.

YOU'RE TELLIN' ME. AIRSTRIKES STARTED OUT OF NOWHERE AT *0700*. WITHIN ABOUT AN HOUR, OUR BIGGEST SHIPPING ROUTE THROUGH THE NORTHERN REGIONS HAD A ***GAPING HOLE*** IN IT. I DON'T NEED TO TELL YOU, SKULL--

--THIS KEEPS UP, WE'RE GONNA LOSE THE CITY. ***AND*** THE WAR.

ON THE CONTRARY, CROSSBONES. FROM THE LOOKS OF IT--

PROPERTY OF SHIELD

--WE ARE WINNING QUITE HANDILY.

HISTORY
ROMANCE
SCI-FI
FICTION
DID YOU EVEN FINISH THE *LAST* BOOK I LOVINGLY BOUGHT YOU?
-SIGH- I DON'T KNOW. I'M A LOUSY PERSON. I'M BEHIND ON EVERYTHING RIGHT NOW.
YEAH, I GUESS YOU WOULD BE WITH ALL THOSE MYSTERIOUS TRAINING EXERCISES YOU WON'T TELL YOUR GIRLFRIEND ANYTHING ABOUT--
OOH, THANK YOU FOR GIVING ME THE OPPORTUNITY TO SAY "IT'S CLASSIFIED," YOU KNOW THAT MAKES ME FEEL LIKE A REAL SECRET AGENT.
BUT JOY, LOOK, I *AM* SORRY--I KNOW I'VE BEEN M.I.A. WORK IS...
...INTENSE RIGHT NOW.
YEAH, YEAH, DON'T WORRY--YOU ARE NEVER SEXIER THAN WHEN YOU DON'T RESPOND TO MY TEXTS.
MM. SEE? MAYBE I'M JUST TRYING TO KEEP THINGS EXCITING--
SAVE IT FOR THE ALIEN INVADERS, KINCAID.
YOU'RE NOT SUPPOSED TO KNOW ABOUT--
--GAH!
UHNN...
AVRIL?!
AVRIL, WHAT THE HELL JUST HAPPENED?!
HAVE TO CALL IN--TELL CAP-- I FOUND THE THUNDERBOLTS--
--I FOUND *KOBIK.*

BAGALIA.

"I KNEW SOMETHING WAS FISHY ABOUT IT--

"--CAPTAIN AMERICA SHOWS UP IN ***BAGALIA***--AN HOUR LATER BARON ZEMO AND SOME SCIENTIST ARE DEAD WHEN AN AIR CRUISER PLOWS INTO A HIGH-RISE.

"FIGURED IT'D BE WORTH THE TIME FOR OL' SHERIFF TASKMASTER TO TAKE A LOOK-SEE.

"THESE CRUISERS ALL GOT SECURITY HARD DRIVES, AND SURE ENOUGH, WHOEVER'D BEEN INSIDE LAST KNEW TO RIP IT OUT--

"--BUT ROUND HERE THE DAMN THINGS GET STOLEN SO MUCH MOST BUYERS INSTALL A SECOND UNIT.

"THEY CALL IT A BAGALIA SPECIAL. AND THAT ONE WAS STILL KICKIN'. LIKE I SAID, I KNEW SOMETHING STUNK TO HIGH HEAVEN--"

--BUT I NEVER EXPECTED THIS.

HAIL HYDRA.

MUSTA WATCHED THIS DAMN THING A HUNDRED TIMES, JUST TRYING TO MAKE SENSE OF IT. YOU'RE TELLIN' ME ***STEVE ROGERS***--CAPTAIN FREAKIN' AMERICA--IS A ***HYDRA AGENT?!***

HOW IS THAT POSSIBLE? WHAT DOES IT EVEN MEAN?

WHAT DOES IT ***MEAN?*** TASKY, DON'T GO GETTIN' SOFT ON ME NOW...

TAKE IT FROM YOUR OLD BUDDY THE BLACK ANT--

--IT MEANS WE ARE GONNA BE ***RICH.***

1940.
PROJECT REBIRTH.

AH, THERE HE IS! OUR SUBJECT--THE FAMOUS ***STEVE ROGERS,*** ABOUT WHOM I HAVE HEARD SO MUCH.

NOW, MISTER ROGERS, I UNDERSTAND THIS MUST ALL BE A BIT NERVE-WRACKING FOR YOU, TO HAVE LOST OUR DEAR DOCTOR ERSKINE SO TRAGICALLY ON THE EVE OF YOUR PROCEDURE. BUT REST ASSURED--

--THE GREAT ARNIM ZOLA IS CERTAINLY CAPABLE OF DOING EVERYTHING HE DID, AND THEN SOME!

AND INDEED I HAVE HEARD THINGS ABOUT YOU, ROGERS. MANY THINGS ABOUT YOUR DEVOTION TO OUR CAUSE.

THE ALLIES BELIEVE YOU ARE TO BE THEIR CHAMPION. THEIR "CAPTAIN AMERICA." BUT IN TRUTH--

--YOU ARE ABOUT TO BECOME HYDRA'S GREATEST ***SPY...***

NEXT

THE STORY EXPANDS IN

THUNDERBOLTS #10

UNCANNY AVENGERS #21

DEADPOOL #27